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STATE OF ILLINOIS
COUNTY OF COOK

95388797

Lawyers Title Insurance Corporation

BOX 334

Prepared by and Returned to
David R. Fricke, Esquire
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Raleigh, North Carolina 27602

MAR-CHG-2139417 339

DEPT-01 RECORDING \$37.00
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COOK COUNTY RECORDER

ASSIGNMENT AND ASSUMPTION OF CLARK LEASE

This ASSIGNMENT AND ASSUMPTION OF CLARK LEASE is made this 8th day of June, 1995, by and between BTL SPECIALTY RESINS CORP., a Delaware corporation, successor in interest to B.T.L. of Illinois, Inc. ("BTL"), having an office at 2112 Sylvan Avenue, Toledo, Ohio 43606 and JLM CHEMICALS, INC., a Delaware corporation ("JLM") having an office at 3350-131st Street, Blue Island, Illinois 60406.

RECITALS:

A. BTL, as tenant, entered into a lease agreement (the "Lease") dated as of September 16, 1985, with Clark Oil & Refining Corporation, as landlord, providing, inter alia, for the lease of one propane/propylene storage tank and two benzene storage tanks and certain real property, and for the right of ingress to and egress over certain property, all as more particularly described in the Lease, and in Exhibit A attached hereto.

B. A Memorandum of Lease was recorded as Document 85230543 with the Register of Deeds for Cook County, Illinois.

C. On June 8, 1995, BTL and JLM entered into an Asset Purchase Agreement (the "Asset Purchase Agreement") by which JLM has agreed to acquire certain assets of BTL.

D. Pursuant to the Asset Purchase Agreement, BTL desires to assign to JLM, and JLM desires to accept from BTL, all of BTL's interest under the Lease.

E. All capitalized terms used herein that are not otherwise defined shall have the meaning ascribed to them in the Asset Purchase Agreement.

NOW THEREFORE, for valuable consideration paid by JLM to BTL, the receipt of which is hereby acknowledged, the parties agree as follows:

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1. Assignment. BTL does hereby sell, assign, transfer and set over to JLM, its successors and assigns, all of its right, title, and interest under the Lease. To have and to hold the Lease unto JLM, its successors and assigns, for the remainder of the term of the Lease.

2. Assumption. JLM hereby accepts this assignment subject to and upon the terms and conditions set forth herein. JLM hereby covenants with BTL that JLM, its successors and assigns, hereby assumes and agrees to keep, perform, fulfill or cause to be performed all terms, covenants, conditions and obligations contained in the Lease from and after the Effective Date.

3. Effective Date. This Assignment and Assumption of the Lease shall be effective as of (date) 8, 1995.

4. Applicable Law. This Assignment and Assumption of the Lease shall be construed and enforced in accordance with the laws of the State of Illinois and shall be binding upon and shall inure to the benefit of the respective successors and assigns of BTL and JLM.

[signature pages appear as Page 3]

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IN WITNESS WHEREOF, the parties hereto have executed this Assignment and Assumption of Lease as of the day and year first above written.

ATTEST:

BTL SPECIALTY RESINS, CORP.

By: _____
Name: Daniel Wozniak
Title: Secretary

By: _____
Name: Wilfred J. Kimball
Title: President

ATTEST:

JLM CHEMICALS, INC.

By: William M. Flynn
Name: WILLIAM M. FLYNN
Title: ASSISTANT SECRETARY

By: John T. White
Name: John T. White
Title: President

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State of Illinois

County of Cook

I, the undersigned, a Notary Public, in and for the County and State aforesaid, DO HEREBY CERTIFY, that Wilfred J. Kimball personally known to me to be the President of BTL Specialty Resins Corp., a corporation, and Daniel Wozniak personally known to me to be the Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President and Secretary, they signed and delivered the said instrument as President and Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority, given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal, this ____ day of June, 1995.

Commission Expires _____, 19____
Notary Public

State of Illinois

County of Cook

I, the undersigned, a Notary Public, in and for the County and State aforesaid, DO HEREBY CERTIFY, that John T. White personally known to me to be the President of JLM Chemicals, Inc., and William M. Flynn personally known to me to be the Assistant Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President and Assistant Secretary, they signed and delivered the said instrument as President and Assistant Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal, this 8th day of June, 1995.

Commission Expires June 8, 1995
Anna K. Weisz
Notary Public

ANNA K. WEISZ
Notary Public, State of New York
No. 034211565
Qualified in Bronx County
Certificate Filed in New York
County Clerk's Office
Commission Expires November 30, 1996

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IN WITNESS WHEREOF, the parties hereto have executed this Assignment and Assumption of Lease as of the day and year first above written.

ATTEST:

BTL SPECIALTY RESINS, CORP.

By: *Daniel Wozniak*

Name:

Daniel Wozniak

Title:

Secretary

By: *Wilfred J. Kimball*

Name:

Wilfred J. Kimball

Title:

President

ATTEST:

JLM CHEMICALS, INC.

By: _____

Name: _____

Title: _____

By: _____

Name:

John T. White

Title:

President

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State of Illinois

County of Cook

I, the undersigned, a Notary Public, in and for the County and State aforesaid, DO HEREBY CERTIFY, that Wilfred J. Kimball personally known to me to be the President of BTL Specialty Resins Corp., a corporation, and Daniel Wozniak personally known to me to be the Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President and Secretary, they signed and delivered the said instrument as President and Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority, given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal, this 8th day of June, 1995.

Commission Expires 12/3, 1996

Dolores Mauloff
Notary Public



State of Illinois

County of Cook

I, the undersigned, a Notary Public, in and for the County and State aforesaid, DO HEREBY CERTIFY, that John T. White personally known to me to be the President of JLM Chemicals, Inc., and William M. Flynn personally known to me to be the Assistant Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President and Assistant Secretary, they signed and delivered the said instrument as President and Assistant Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal, this ___ day of June, 1995.

Commission Expires _____, 19__

Notary Public

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LEASEHOLD PROPERTY

EXHIBIT A

PARCEL 1:

One propane/propylene storage tank located on the following described property shown below and described in Exhibit A in the Lease, together with the right of ingress and egress granted to Lessee for the purpose of repair, operation, maintenance and replacement of the tank, over said following described property shown below and described in Exhibit A in the Lease:

That part of Lot 1 in Clark Oil and Refining Corporation Subdivision in Section 35, Township 37 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois described as follows:

NOTE: The East of line of said Lot is assumed as "Due North" for the following courses

Beginning at the Southeast corner of said Lot 1; thence North 89 degrees 25 minutes 20 seconds West of the South line of said Lot, 149.0 feet; thence due North, parallel with said East line of Lot 1, 112.75 feet to the Place of Beginning; thence North 89 degrees, 25 minutes, 20 seconds East 30 feet; thence due North 30 feet; thence North 89 degrees, 25 minutes 20 seconds West 30 feet; thence due South 30 feet to the Place of Beginning.

Said Lease further provides as follows in Exhibit A: "The description mentioned above is intended to include the existing propylene tank on Clark Oil's property and sufficient land around the tank for access, maintenance and use of the tank".

PARCEL 2:

Two benzene storage tanks, Tanks 71 and 72, located on the following described property shown below and described in Exhibit B in the Lease, plus the land located in the area outlined in red on Exhibit C in the Lease located within the dikes surrounding the benzene storage tanks, together with the right of ingress and egress granted to Lessee for the purpose of repair, operation, maintenance and replacement of the tanks, over said following described property shown below and described in Exhibit B in the Lease:

Lot 3 in Clark Oil and Refining Corporation Subdivision in Section 35, Township 37 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois except the following:

The South 100 feet of said Lot, the West 400 feet of said Lot, the North 125 feet of said Lot, and the East 500 feet of said Lot.

Said Lease further provides as follows in Exhibit B: "The description mentioned above is intended to include benzene tanks 71 and 72 on Clark Oil's property and sufficient land adjacent to the tanks, including land to the center of the existing dikes protecting the tanks".

Permanent Real Estate Index No. 24-35-200-014 and
24-35-401-003

Property Address: 3350-131st Street
Blue Island, Illinois 60406

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Parcel 3:

Non-exclusive easement to operate, maintain, repair and replace the Existing Pipes at the Acetone Pipeline Location and the Benzene Pipeline Location, together with the right of ingress and egress solely for the purpose of maintenance, repair and replacement of the Existing Pipes into and from the following described land created by Easement Agreement dated September 16, 1985 and recorded October 10, 1985 as Document Number 85 230 534 by and between Clark Oil and Refining Corporation, a Wisconsin corporation, grantor, and B.T.L. of Illinois, Inc., an Illinois corporation, over the land therein described on Exhibits B-1, B-2 and B-3 attached thereto and made a part thereof as follows:

Exhibit B-1
(Clark Oil Cut-Out)

That part of Lot 1 in Clark Oil and Refining Corporation subdivision in Section 35, Township 37 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois described as follows:

Note: The East line of said lot is assumed as "Due North" for the following courses.

Beginning at the South east corner of said Lot 1; Thence North 89 degrees 25 minutes 20 seconds West on the South line of said lot, 149.0 feet; thence due North 142.75 feet; thence South 89 degrees 25 minutes 20 seconds East Parallel with the said South Line of said lot, 101.00 feet to a point; thence due North on said line, 282.15 feet to a point; thence South 89 degrees 25 minutes 20 seconds East parallel with the said South line of said lot, 48 feet; thence due South parallel with said East line, to the place of beginning, in Cook County, Illinois.

Exhibit B-2

Parcel 1:

Lot 2 in Clark Oil and Refining Corporation, Subdivision in Section 355, Township 37 North, Range 13 East of the Third Principal Meridian, recorded as Document Number 18 112 028 in Cook County, Illinois

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Parcel 2:

The West one-half of vacated Homan Avenue lying east and adjacent to Parcel 1.

Exhibit B-3

Parcel 1.

Lot 3 in Clark Oil and Refining Corporation, Subdivision in Section 355, Township 37 North, Range 13 East of the Third Principal Meridian, recorded as Document Number 10 112 028 in Cook County, Illinois (excepting that part of Lot 3 in Block 1, described as follows:

Beginning at the North East corner of Lot 3 aforesaid, thence West on the North line thereof, 40 feet, Thence Southeasterly to a point on the East line of Lot 3 aforesaid, 40 feet South of the point of Beginning, thence North on said East line to point of Beginning) in Cook County, Illinois.

Parcel 2:

The east one-half of vacated Homan Avenue lying West of and adjoining Parcel 1.

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